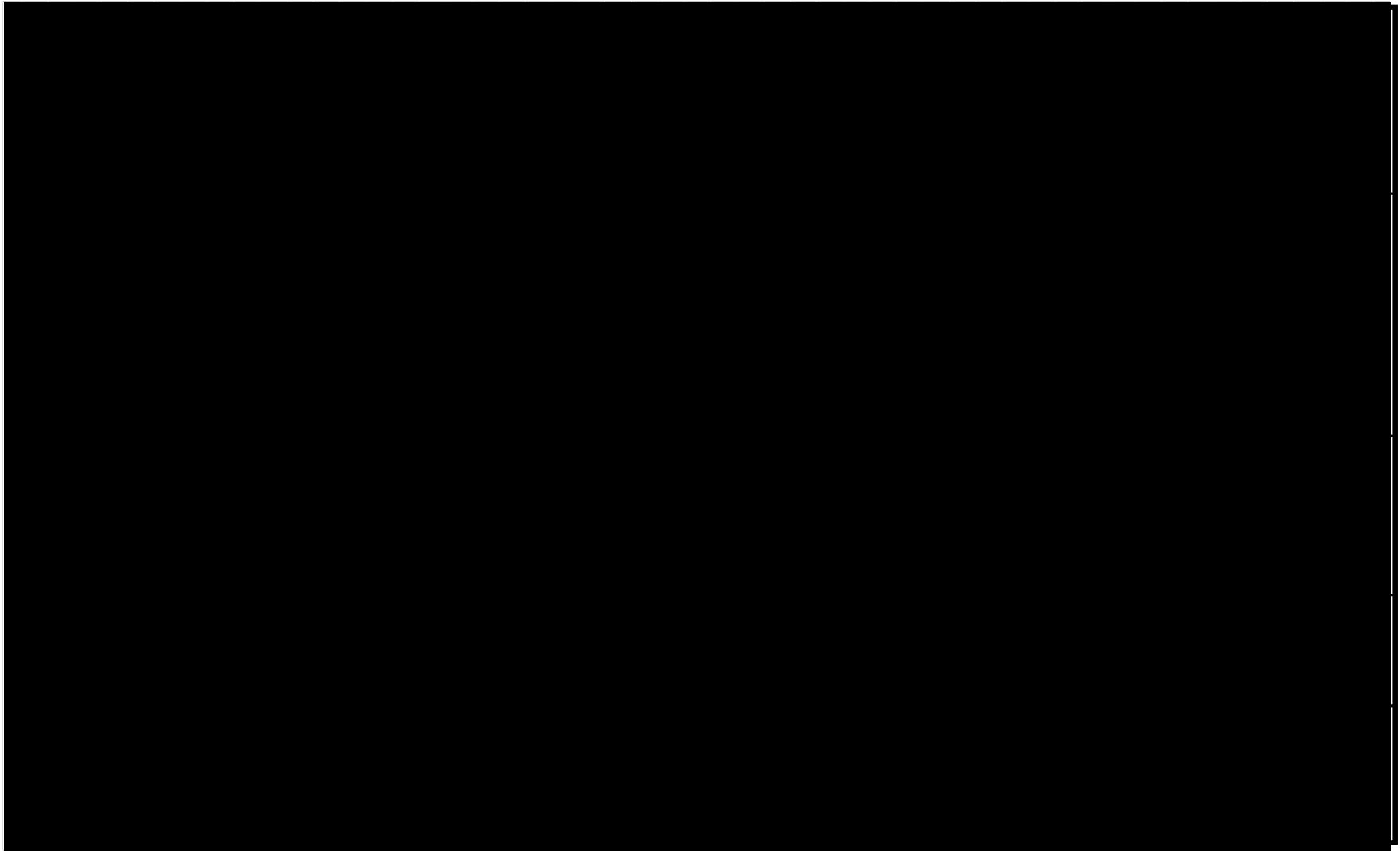


**EXHIBIT 91 TO  
HARVEY DECLARATION  
REDACTED VERSION  
(PART 3 OF 5)**



How are jobs categorized at Google?





## Cash Compensation: Company Bonus Plan

Google offers above-market target cash incentives and an opportunity to earn up to [REDACTED]..

Salary Grade (T/O/E)	Sample Job Titles				Target Annual Bonus	Max Annual Bonus (7x target)
	Technical			Non-Technical		

*(Percentages shown reflect percent of salary)*

**... "market" maximum payouts are typically 1.5x – 2x target**





Cash Compensation: Company Bonus Plan

Company Bonus Plan Mechanics:

[Redacted]				
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Calculation Detail:

[Redacted]				
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Long Term Incentive Program

Program	Award Vehicle	Vesting	Expected Participaton	Grant Timing
New Hire Grants				
Refresher Grants				
Founders Awards				

➔ Today's Focus

*\* Note that equity programs may differ by country*



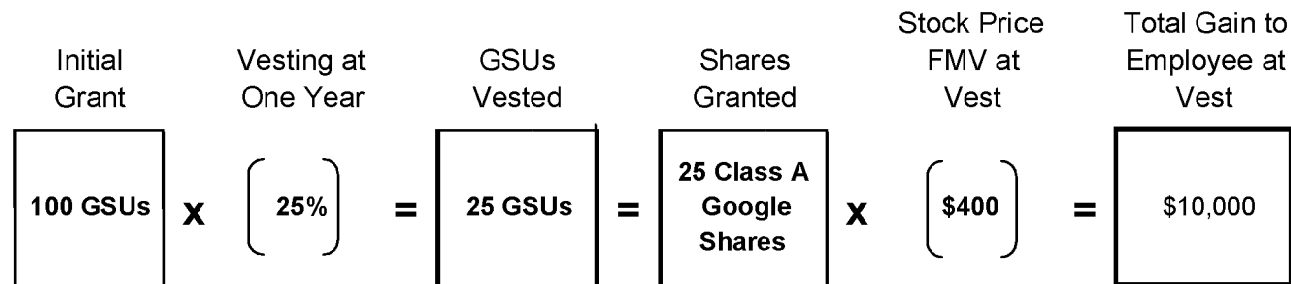


## Introducing GSUs

What is a Google Stock Unit (GSU)?

**Definition:** An award that entitles the holder to a share of Google stock when the unit vests

### Example:



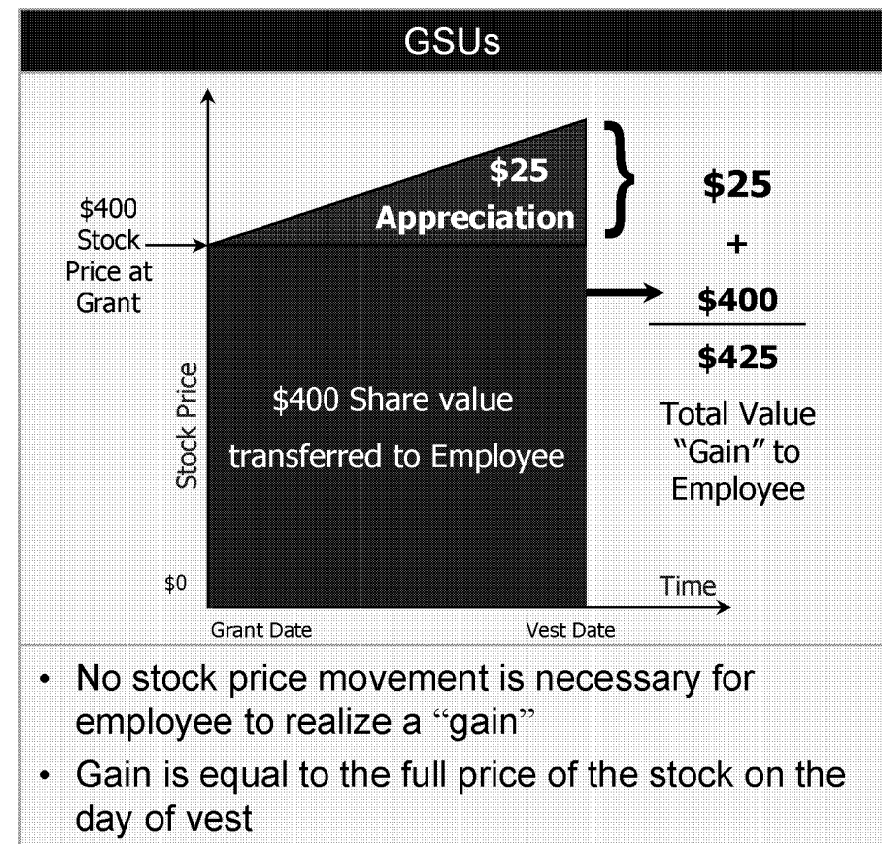
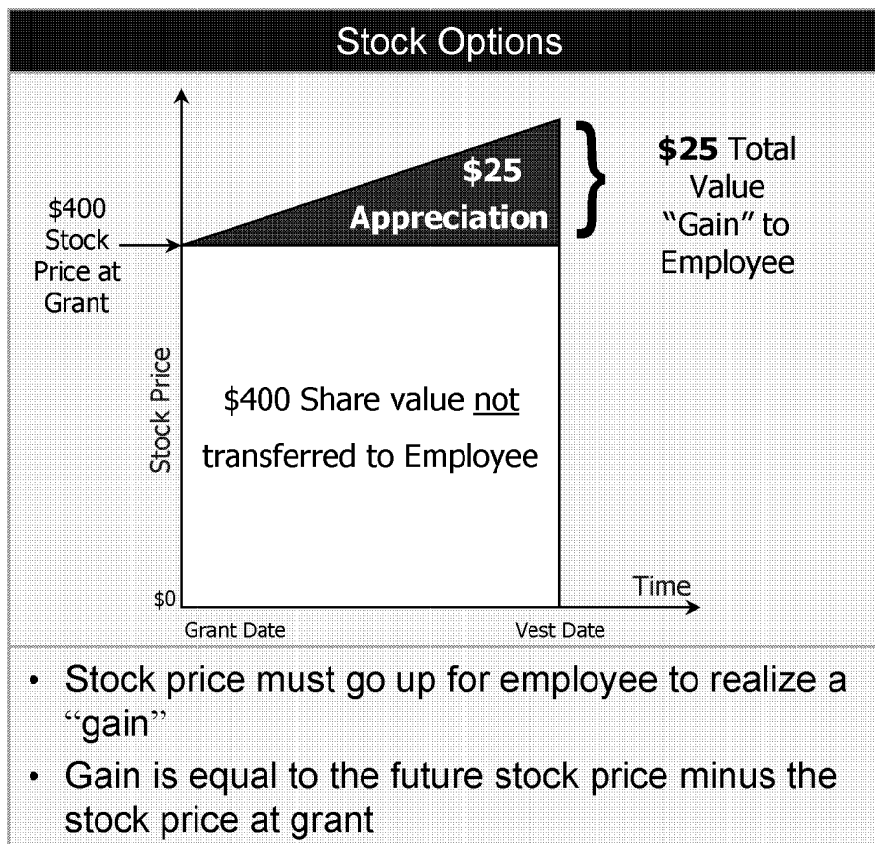
- The shares are granted **automatically** upon vest; no “exercise” by the holder is required
- GSU value = GOOG stock price value (i.e., 1 GSU = value of 1 share of stock)





## Options vs. GSUs

What is the difference between stock options and GSUs?



**Note: Growth scenario is shown as illustrative only and is not intended to be predictive**





## Options vs. GSUs

What about U.S. tax treatment?

Stock Options	<ul style="list-style-type: none"><li>Gain to the employee is taxed as ordinary income <u>when the options are exercised</u></li><li>Upon sale of acquired shares, any further appreciation is taxed at applicable capital gains rates</li></ul>
GSUs	<ul style="list-style-type: none"><li>Gain to the employee (i.e., full share value + appreciation/depreciation) is taxed as ordinary income <u>when the units vest</u><ul style="list-style-type: none"><li>➤ Shares are granted net of tax withholding as shown:<div><div>Total GSUs Vested</div><div>25 GSUs</div><div>=</div><div>Gross Shares Granted</div><div>25 Class A Google Shares</div><div>-</div><div>Employee Income Taxes Withheld</div><div>11 Class A Google Shares (Rate = 42.93%)</div><div>=</div><div>Final Shares Acquired</div><div>14 Class A Google Shares</div></div></li><li>Upon sale of acquired shares, any further appreciation is taxed at applicable capital gains rates</li></ul></li></ul>

**Note: Tax treatment varies by country**

***... however, Google cannot offer tax advice and managers should direct candidates to their own tax advisors***





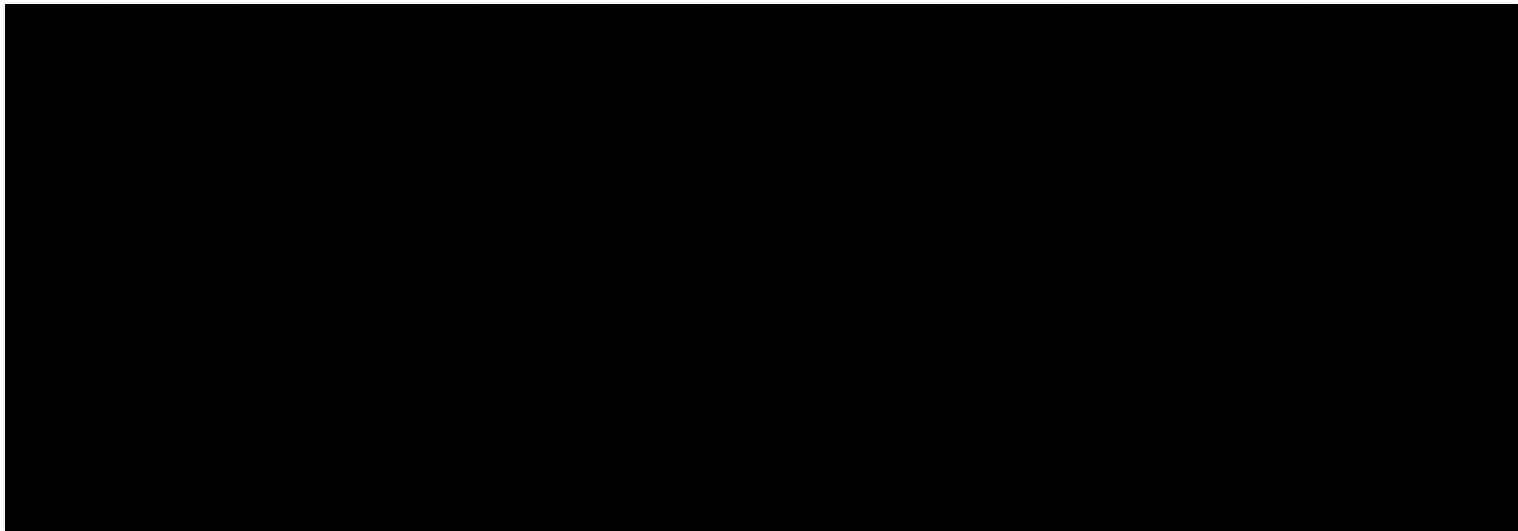


## New Hire Grant Program

Google's new hire grants will be a combination of **both** stock options and GSUs

### Why?

- 
- 
- 



\* Note that programs may vary by country

